

**TRAILER TRAIN  
COMPANY**

300 SOUTH WACKER DRIVE • CHICAGO, ILLINOIS 60606  
(312) 786-1200

August 16, 1977

7-230A063  
NO.

Date AUG 18 1977

Fee \$ 10

Mr. Robert L Oswald  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

RECORDATION NO. 8628-D Filed & Recorded

AUG 18 1977 - 3 15 PM

ICC Washington, D. C.

INTERSTATE COMMERCE COMMISSION

Dear Sir:

Will you please record, as provided in Section 20c of the Interstate Commerce Act, the Amendment Agreement dated as of August 17, 1977, which amends the Manufacturing Agreement dated as of December 15, 1976, between Bethlehem Steel Corporation and Trailer Train Company. Eight counterpart originals of the Amendment are enclosed with this letter of transmittal together with a check in the amount of \$10.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

1116.4(b) - The names and address of the parties to the transaction:

Manufacturers: Bethlehem Steel Corporation  
Bethlehem, Pennsylvania 18016

Company: Trailer Train Company  
300 South Wacker Drive  
Chicago, Illinois 60606

1116.4(c) - General description of the equipment:

Type	AAR Mechanical Designation	Units	Marked*	Numbered
89'4", 70-ton capacity, hydraulic draft gear, flush deck all-purpose flat car	FC	358	TTX	978290 - 978647

AUG 18 1977

ADMINISTRATIVE SERVICES  
MAIL UNIT

\*All units will have marked on each side thereof the following legend:

Mr. Robert L. Oswald  
Page Two  
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"Owned by a Bank or Trust Company under a Security Agreement Filed Under the Interstate Commerce Act, Section 20c."

- 1116.4(e) - Prior recordings relating to this Amendment have been made on December 22, 1976, at 9:50 a.m., recordation number 8628; on April 22, 1977, at 10:55 a.m., recordation number 8628-A; on June 28, 1977, at 11:25 a.m., recordation number 8628-B; and on July 7, 1977, at 11:10 a.m., recordation number 8628-C.
- 1116.4(f) - Six (6) counterpart originals of the Manufacturing Agreement Amendment being recorded should be returned to the undersigned at the above address.

Very truly yours,

*Thomas D. Marion*

Thomas D. Marion  
Manager, Equipment Financing

TDM:nh  
Enclosures

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

**8/18/77**

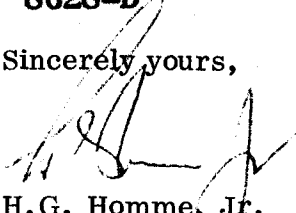
**OFFICE OF THE SECRETARY**

**Thomas D. Marion**  
**Manager, Equipment Financing**  
**Trailer Train Company**  
**300 South Wacker Drive**  
**Chicago, Illinois 60606**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the  
provisions of Section 20(c) of the Interstate Commerce Act,  
49 U.S.C. 20(c), on **8/18/77** at **3:15pm**,  
and assigned recordation number(s) **8628-D**

Sincerely yours,

  
**H.G. Homme, Jr.**  
**Acting Secretary**

**Enclosure(s)**

**SE-30-T**  
**(6/77)**

RECORDATION NO. *8628-2* Filed & Recorded

AUG 18 1977-3 15 PM

INTERSTATE COMMERCE COMMISSION

COMM. COMMISSION

AUG 10 1977

ADMINISTRATIVE

AMENDMENT AGREEMENT dated as of August 17, 1977, between BETHLEHEM STEEL CORPORATION (hereinafter called the Manufacturer) and TRAILER TRAIN COMPANY, (hereinafter called the Company).

WHEREAS, the Manufacturer and the Company have entered into a Manufacturing Agreement dated as of December 15, 1976, filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on December 22, 1976, recordation number 8628, as supplemented as of April 25, 1977, June 10, 1977 and July 1, 1977; and

WHEREAS, the parties hereto desire to amend the Manufacturing Agreement:

NOW, THEREFORE, in consideration of the mutual agreements herein contained, the parties hereto agree as follows:

1. The Manufacturing Agreement is hereby amended to delete from Annex A thereto as supplemented, three hundred fifty eight (358) 89'4" 70-ton capacity, hydraulic draft gear, flush deck all purpose flat cars numbered 978290 through 978647.

2. The Manufacturing Agreement, except as amended hereby, shall remain unaltered and in full force and effect.

3. The Company will promptly cause this Amendment Agreement to be filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

BETHLEHEM STEEL CORPORATION

By *C. M. Reed*  
*Senior* Vice President

(Corporate Seal)

Attest:

*R. J. Masters*  
Assistant Secretary

TRAILER TRAIN COMPANY

By *R. E. Zimmerman*  
Assistant Treasurer

(Corporate Seal)

Attest:

*D. J. Halach*  
Assistant Secretary

STATE OF ILLINOIS     )  
                              )     SS:  
COUNTY OF COOK        )

On this 2nd day of August, 1977, before me personally appeared R. E. Zimmerman, to me personally known, who, being by me duly sworn says that he is the Assistant Treasurer of TRAILER TRAIN COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

(NOTARIAL SEAL)

My Commission Expires:

My Commission Expires May 2000, 1981

COMMONWEALTH OF PENNSYLVANIA )  
 ) SS.:  
COUNTY OF LEHIGH

On this 5<sup>th</sup> day of August, 1977, before me personally appeared A. M. Reed, to me personally known, who, being by me duly sworn, says that he is a <sup>senior</sup> Vice President of BETHLEHEM STEEL CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

John H. Vary  
Notary Public

(NOTARIAL SEAL)

My Commission Expires: July 17, 1978  
City of Bethlehem  
Lehigh County